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RAYSTAY CO.



P. O. BOX 38

CARLISLE, PA 17013

(717) 245-0040

BROADBAND COMMUNICATIONS - CATV

August 12, 1991

VIA OVERNIGHT MAIL AND FIRST CLASS MAIL

Mr. T. Steve Fenstermacher Quality Family Companies P.O. Box 69 Dayton, VA 22821

Mr. T. Steve Fenstermacher Quality Family Companies 2870-B South Main Street Harrisonburg, VA 22801

Dear Mr. Fenstermacher:

This will serve as formal notice to Quality Family Companies of its default under the following agreements with Raystay Co.:

- (1) Agreement for programming dated 5/31/91 (W40AF);
- (2) Option to Buy Agreement dated 5/24/91 (W40AF);
- (3) Agreement for programming dated 5/22/91 (W23AW);
- (4) Option to Buy Agreement dated 5/22/91 (W23AW);
- (5) Agreement for programming dated 5/22/91 (W55BP);
- (6) Option to Buy Agreement dated 5/22/91 (W55BP);
- (7) Agreement for programming dated 5/22/91 (W31AX);
- (8) Option to Buy Agreement dated 5/22/91 (W31AX);
- (9) Agreement for programming dated 5/22/91 (W38BE); (10) Option to Buy Agreement dated 5/22/91 (W38BE);
- (11) Agreement for programming dated 5/22/91 (W56CJ); and
- (12) Option to Buy Agreement dated 5/22/91 (W56CJ).

Quality Family Companies has failed to make two payments of \$1,400.00, due July 1, 1991 and August 1, 1991, respectively, in default of the requirements of the W40AF Agreement for programming referred to above. Quality Family Companies has failed to make two payments of \$1,800.00, due July 1, 1991 and August 1, 1991, respectively, in further default of the said Agreement. Quality Family Companies has failed to make two payments of \$1,250.00, due July 1, 1991 and August 1, 1991, respectively, in further default



Compission	Exhibit No. 516	OEC 0 3 1003	DEC 0 3 1993	Pur ex	غ غ
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Mr. T. Steve Fenstermacher August 12, 1991 Page 2

of the said Agreement and in default of that certain Lease Agreement referred to therein. Quality Family Companies has failed to make payment of invoice due July 1, 1991 for disbursements made by Raystay Co. in the amount of \$216.52, in further default of the said Agreements. Quality Family Companies has failed to make payment of employee insurance benefit premiums for the period June 6, 1991 to June 30, 1991, in the amount of \$670.81, in further default of the said Agreements.

If the above-described defaults are not corrected within seven (7) days of Quality Family Companies' receipt of this notice, Raystay Co. intends to exercise the default remedies provided for in the above-referenced Agreements, including acceleration of all obligations of Quality Family Companies and termination of all of the above-referenced Agreements.

Sincerely,

RAYSTAY CO.

By: Lee H. Sandifer
Vice President

LHS/kew

MMB EX. 517

RAYSTAY CO.



P. O. BOX 38

CARLISLE, PA 17013

(717) 245-0040

BROADBAND COMMUNICATIONS - CATV

August 22, 1991

Mr. T. Steve Fenstermacher Quality Family Companies P. O. Box 69 Dayton, VA 22821

Via Overnight and First Class Mail

Dear Mr. Fenstermacher:

Reference is made to the letter of Raystay Co. dated August 12, 1991, a copy of which is attached hereto. Quality Family Companies has failed to correct any of the defaults specified therein upon proper notice by Raystay Co. Therefore, pursuant to the terms of the Agreements in question, Raystay Co. hereby terminates all of the said Agreements, to wit:

- (1) Agreement for programming dated 5/31/91 (W40AF);
- (2) Option to Buy Agreement dated 5/24/91 (W40AF);
- (3) Agreement for programming dated 5/22/91 (W23AW);
- (4) Option to Buy Agreement dated 5/22/91 (W23AW);
- (5) Agreement for programming dated 5/22/91 (W55BP);
- (6) Option to Buy Agreement dated 5/22/91 (W55BP);
- (7) Agreement for programming dated 5/22/91 (W31AX);
- (8) Option to Buy Agreement dated 5/22/91 (W31AX);
- (9) Agreement for programming dated 5/22/91 (W38BE);
- (10) Option to Buy Agreement dated 5/22/91 (W38BE):
- (11) Agreement for programming dated 5/22/91 (W56QJ); and
- (12) Option to Buy Agreement dated 5/22/91 (W56CJ).

Further, in light of the uncorrected defaults, Raystay Co. hereby notifies Quality Family Companies of its cancellation and termination of the Sublease dated May 31, 1991.

Sincerely,

Raystay Co.

By: Lee H. Sandife

Vice President

Enclosure

Presented by

Cocket No. 92-75

Exhibit No. 5 (7)

Presented by

Disposition

Reporter

Reporter

CEC 0 3 1993

Date

MMB EX 5/8



JBN tys

Trinity Broadcasting Network

Post Office Box A.

Santa Ama, Ca 92711

2442 Michelle Drive.

Tustin_Ca 92680

Paul F. Cibuch Tounder/Phisideni Mr. David Gardner The Waymaker Co.

September 4, 1991

P.O. Box 38 Carlisle, PA 17013

Dear David:

Thank you for the Fax regarding the licensed LPTV and construction permits. We are interested in acquisition of your offering. However, additional information is required for us to continue the evaluation process. Will you please provide us with site contacts for Lancaster and Lebanon? What is the lease fee for the Dillsburg facility? How long is the lease set up for? The same information is required for the York facility. An inventory of equipment for the Dillsburg facility including model type, new or used, etc. would also be of assistance to us.

Please also advise of your asking price for the package of one (1) operating facility with equipment and five CP's. Is there land at each site for a Satellite Earth Station (3.2 meter)?

We appreciate the opportunity to evaluate this potential acquisition. Please call at 714)665-2128 if questions arise.

Sincerely,

George D. Sebastian

Director, Low Power TV

GDS:dw

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JBN

Trinity Broadcasting Network

Post Office Box A.

Santa Ana, Ca 92711

2442 Michelle Drive.

Tustin. Ca 92680

Path F. Chuich Founder/President

7401

October 3, 1991

Mr. Tom Riley 863 Washington Ave Tyrone, PA 16686

Dear Tom:

So nice to be able to work with you again. I look forward to many new projects and will contract you where possible.

We are negotiating the purchase of W40AF, an operating LPTV licensed to Pittsburg, PA by the Raystay Co., aka The Waymaker Company. Their address is 1416 Trindle Road in Carlisle, PA 17013-0038. My contact is Mr. David Gardner, phone 717)245-0040, FAX 717) 245-9277. Mr. Gardner is aware of your impending visit and will work with you to access the sites, etc.

Please examine W40AF for the type and condition of the equipment in service, Model # would be appreciated. On the site survey only, please determine if the site will accommodate our normal requirements.

We agree to your per diem of \$200.00 per day plus reasonable expenses. The contract has a maximum allowable of \$600.00, based on two (2) days of work plus expenses.

As you know, I will be in travel while this survey is being conducted. You can reach me at 503) 883-1529 if required.

Sincerely,

George D. Sebastian Director, Low Power TV

GDS: dw Encs.

"And I, if I be lifted up from the earth, will draw all men unto me." John 12:32

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October 30, 1991

Mr. George Sebastian Trinity Broadcasting Network P. O. Box A Santa Ana, CA 92711

VIA: Fax

Dear Mr. Sebastian:

This letter is to advise you of the lease fees and package price you have requested for the LPTV facilities of Raystay Co.

The lease fees would be proposed as follows: Tower site at Dillsburg, PA, which includes use of the tower and space inside the building for transmitter \$400/month; Microwave site at 1312 Holly Pike, PA, which includes use of the tower and space inside the building for associated microwave equipment \$300/month; Space at 1312 Holly Pike (if required) for earth station \$50/month; Space in the tower at Red Lion, PA, and space for an earth station \$300/month.

The leases for the Dillsburg site, Red Lion site, and 1312 Holly Pike site would be negotiated with you for a time period acceptable to both you and Raystay Co. Since these sites are owned by us, we could enter into long term leases.

The package price for the six facilities including equipment for the LPTV presently on the air is \$400,000.

Raystay is presently negotiating with other parties who have expressed interest in portions of our LPTV holdings. Existing discussions are focused on both the TV40 operations in Carlisle/Dillsburg and transfer of the construction permit for the Red Lion site. In the event that Trinity is not interested in the total Raystay LPTV package, we would entertain discussions regarding transferring any remaining construction permits to you at the nominal costs incurred in obtaining them.

Please call either Lee Sandifer or myself if you need further information.

Sincerely,

David A. Gardner

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LAW OFFICES

COHEN AND BERFIELD, P.C.

BOARD OF TRADE BUILDING

1129 20TH STREET, N.W. WASHINGTON, D.C. 20036 (202) 466-8565

TELECOPIER (202) 785-0934

VIRGINIA BAR ONLY

LEWIS I. COHEN

MORTON L. BERFIELD ROY W. BOYCE

JOHN J. SCHAUBLE*

November 7, 1991

VIA FACSIMILE AND MAIL

Mr. David A. Gardner
Raystay Company
P.O. Box 38
Carlisle, Pennsylvania 17013

Dear Dave:

Our records reflect that our legal fees and expenses for the five unbuilt low power authorizations total \$15,397.03. We are also aware of an additional cost of \$1,875 for FCC filing fees.

To this credit can be given for out-of-pocket expenses incurred in:

- 1. Consulting engineering fees (\$7,275, Bob Hoover)
- 2. Obtaining antenna sites (Telsa, \$1,092.01) and any rental or other fees paid in connection therewith.
- 3. Any travel expenses incurred in obtaining the permits and/or investigating equipment, sites, or any aspect of effectuating the permits.
- 4. Any equipment which would be assigned to the Buyer.

With regard to payments to others, research of Commission precedent indicates that allocation of time spent by officers, directors, or stockholders in Raystay would not be credited. These cases thus seem to indicate that salary payments to employees who are not in the above categories could be credited.

Presented by Many Bor 03 1999

Dispersion

November 7, 1991 Page 2

We thus believe that compensation totalling \$30,000 could be justified. We would also point out that since the unbuilt permits expire shortly it would be very important to promptly file any assignment agreements. Further, the Buyer would need to be prepared to assure the Commission of an intention to go on the air in a reasonably prompt manner. Thus, the public interest justification for allowing the assignment would be that such a transaction would hasten the commencement of service, rather than having the frequencies revert to the Commission for new applications.

We await further instructions.

Best regards.

Sincerely,

Morton I. Berfield

MAR BEX.



JBN

Trinity Bioadcasting Network.

Post Office Box A.

"Santa Sina, Ca 92711

"442 Michelle Drive,

Tussin Ca92680

Part F. Clouch Temao/Picsulem November 11, 1991

Mr. David Gardner Raystay Company and Waymaker Co. P.O. Box 38 Carlisle, PA 17013

Dear Mr. Gardner:

Enclosed, please find the Asset Purchase Agreements, in which we offer you Five Thousand Dollars (\$5,000) for each of your construction permits for W56CJ, Red Lion, PA; W31AX, Lancaster, PA; W23AW, Lancaster, PA; W38BE, Lebanon, PA; and W55BP, Lebanon, PA, along with the FCC 345 forms, for your signature.

If all of the above is correct, please sign all documents and return them to my attention at 14131 Chambers Road, Tustin, California 92680. For your convenience, use our federal express account number 900-4519-9. Also, please be certain to include a signed affidavit, for each station, listing your expenses which will be filed with each Asset Purchase Agreement.

Trinity Broadcasting Network (TEN) will pay all the FCC filing fees as well as normal attorney processing fees.

If you have any questions, please do not hesitate to give me a call at (714) 665-2113.

Sincerely,

JANE DUFF

Assistant to the President

JD:sd

Enclosures